

**UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION**

**URSULA CAPITAL PARTNERS,  
LP, et al.,**

**Plaintiffs,**

**vs.**

**CROWE U.K. LLP,**

**Defendant.**

**Civil Action No. 1:22-cv-01153-  
TWT**

**MOTION TO DISMISS WITH PREJUDICE**

NOW COME, Plaintiffs, by and through undersigned counsel, and hereby show the following in support of Plaintiffs' Motion to Dismiss:

Whereas, on March 22, 2022, Plaintiffs filed their Complaint [ECF No. 1] in the above captioned action against Crowe U.K. LLP ("Crowe") for alleged violations of, *intra alia*, Section 10(b) of the Securities Exchange Act of 1934 (15 U.S.C. §78j(b)) and Rule 10b-5 (17 C.F.R. 240.10b-5);

Whereas, Crowe denies the allegations made in the Complaint;

Whereas, Plaintiffs and Crowe have entered into a Settlement Agreement and Release dated August 3, 2022 ("Settlement Agreement") that resolves all of Plaintiffs' claims against Crowe;

Whereas, Plaintiffs and Crowe, pursuant to the Settlement Agreement, have agreed to this Court retaining exclusive jurisdiction solely for purposes of resolving any dispute that may arise regarding the Settlement Agreement;

Whereas, Crowe has consented to the terms and filing of this Motion;

THEREFORE, Plaintiffs respectfully request, in accordance with the Settlement Agreement, that this Court enter a Final Order and Judgment in the form submitted herewith [proposed Order and Judgment annexed], which provides for the following:

- 1) That the Order and Judgment incorporate and make a part thereof the Settlement Agreement (including its defined terms);
- 2) That the Order and Judgment shall dismiss all of Plaintiffs' claims against Crowe with prejudice;
- 3) That paragraphs 34-36 of the Settlement Agreement be expressly incorporated in all respects and become effective without further action;
- 4) That this Court retain exclusive jurisdiction over any dispute that may arise out of the Settlement Agreement between Plaintiffs and Crowe;

5) That the Clerk be ordered to enter the Order and Judgment forthwith and without further notice, or action by either party, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, as there is no just reason for delay.<sup>1</sup>

Dated: October 11, 2022

Respectfully Submitted,

**HOLZER & HOLZER, LLC**

/s/ Corey D. Holzer

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**SUSMAN GODFREY L.L.P.**

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<sup>1</sup> This action is not a class action, and therefore settlement and dismissal of Plaintiffs' claims against Crowe is not subject to the notice procedures set forth in FRCP 23(c) or the Private Securities Litigation Reform Act of 1995 (15 U.S.C. 78u-4).

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**CERTIFICATE OF COMPLIANCE WITH LOCAL RULE 7.1D**

Pursuant to Local Rule 7.1D, the undersigned counsel certifies that this document has been prepared using Times New Roman 14-point font. This 11<sup>th</sup> day of October, 2022.

/s/ Corey D. Holzer  
Corey D. Holzer

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**CERTIFICATE OF SERVICE**

I hereby certify that on this date I electronically filed this Notice of Settlement with the Clerk of Court using the CM/ECF system which will automatically send email notification of such filing to the following attorneys of record.

/s/ Corey D. Holzer  
Corey D. Holzer